

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re :
 : **Chapter 11**
SEARS HOLDINGS CORPORATION, et al., :
 : **Case No. 18-23538 (RDD)**
 :
Debtors.¹ : **(Jointly Administered)**
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SUPPLEMENTAL AFFIDAVIT OF SERVICE

I, Charles J. McCracken, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by First Class Mail on Dell Financial Services Ltd Partnership (MMLID#4778334), One Rock Way, Round Rock, TX, 78682:

- Application of Debtors for Authority to Retain and Employ Weil, Gotshal & Manges LLP as Attorneys for the Debtors *nunc pro tunc* to the Commencement Date [Docket No. 344]
- Application of Debtors for Entry of Order (A) Authorizing the Employment and Retention of Lazard Freres & Co. LLC as Investment Banker to the Debtors and Debtors in Possession, Effective *nunc pro tunc* to the Commencement Date, (B) Modifying Certain Time-Keeping Requirements and (C) Granting Related Relief [Docket No. 345]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by First Class Mail on Horizon Group USA Inc (MMLID#4867578), 45 Technology Drive, Warren, NJ, 07059:

- Debtors' Supplemental Motion for Authority to (I) Obtain Junior Postpetition Financing and (II) Schedule Final Hearing [Docket No. 872]
- Notice of Filing of Amended Superpriority Senior Secured Debtor-in-Possession Asset-Based Credit Agreement [Docket No. 885]

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by First Class Mail on AA Roofing Contractor Corp (MMLID#4848918), Alexis Adorno, Calle D 144 Bo Puente Blanco, Catano, PR, 00962:

- Notice of Assumption and Assignment in Connection with Sale of Sears Home Improvement Business [Docket No. 901]

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by First Class Mail on Seritage Growth Properties, L.P. (MMLID#4808791), DBA Seritage KMT Finance LLC, Attn: Matthew Fernand, 500 Fifth Avenue, Suite 1350, New York, NY, 10110:

- Motion of Debtors for Entry of an Order Extending the Automatic Stay to Certain Non-Debtor Parties [Docket No. 924]

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by First Class Mail on UAW 8275 (MMLID#4778427), Attn: Kieran Martin, 1528 Haines Road, Levittown, PA, 19055-1820:

- Interim Junior DIP Order (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing and (B) Grant Secured Priming Liens and Superpriority Administrative Expense Claims; (II) Modifying the Automatic Stay; (III) Scheduling Final Hearing; and (IV) Granting Related Relief [Docket No. 951]
- Final Order (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing, (B) Grant Senior Secured Priming Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection to the Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief [Docket No. 952]
- Supplemental Order Approving Rejection of Certain Unexpired Leases and Related Subleases of Nonresidential Real Property [Docket No. 953]

- Final Order (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing, (B) Grant Senior Secured Priming Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection to the Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief [Docket No. 955]
- Notice of Final Hearing on Debtors' Motion for Authority to (A) Obtain Postpetition Financing, (B) Use Cash Collateral, (C) Grant Certain Protections to Prepetition Secured Parties, and (D) Schedule Second Interim Hearing and Final Hearing (with respect to Junior DIP Financing) [Docket No. 967]

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by First Class Mail on the Supplemental Service List attached hereto as **Exhibit A**:

- Interim Junior DIP Order (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing and (B) Grant Secured Priming Liens and Superpriority Administrative Expense Claims; (II) Modifying the Automatic Stay; (III) Scheduling Final Hearing; and (IV) Granting Related Relief [Docket No. 951]
- Final Order (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing, (B) Grant Senior Secured Priming Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection to the Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief [Docket No. 952]
- Final Order (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing, (B) Grant Senior Secured Priming Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection to the Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief [Docket No. 955]
- Notice of Final Hearing on Debtors' Motion for Authority to (A) Obtain Postpetition Financing, (B) Use Cash Collateral, (C) Grant Certain Protections to Prepetition Secured Parties, and (D) Schedule Second Interim Hearing and Final Hearing (with respect to Junior DIP Financing) [Docket No. 967]

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by First Class Mail on the Supplemental Service List attached hereto as **Exhibit B**:

- Supplemental Notice of Assumption and Assignment in Connection with Sale of Sears Home Improvement Business [Docket No. 1054]

On December 27, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by First Class Mail on Realty Associates Fund VIII LP (MMLID#4798213), 28 State Street, Boston, MA, 02109:

- Notice of Assumed and Assigned Contracts Designated by Service.com in Connection with Sale of Sears Home Improvement Business [Docket No. 1208]

Dated: January 2, 2019



Charles J. McCracken

State of New York
County of New York

Subscribed and sworn to (or affirmed) before me on January 2, 2019, by Charles J. McCracken, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

PAUL PULLO
Notary Public, State of New York
No. 01PU0231078
Qualified in Nassau County
Commission Expires Nov. 15, 2022

Exhibit A

Exhibit A

Supplemental Service List

Served via First Class Mail

| MMLID | NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | ZIP |
|---------|---|--------------------------|----------------|---------------|-------|-------|
| 4778334 | Dell Financial Servces Ltd Partnership | One Rock Way | | Round Rock | TX | 78682 |
| 4778277 | Horizon Group USA, Inc. | 45 Technology Drive | | Warren | NJ | 07059 |
| 4778298 | MJ Holding Company, LLC | 7001 South Harlem Avenue | P.O. Box 17933 | Bedford Park | IL | 60638 |
| 4778368 | Wells Fargo Bank, National Association, As Collateral Agent | 420 Montgomery Street | | San Francisco | CA | 94104 |

Exhibit B

Exhibit B

Supplemental Service List

Served via First Class Mail

| MMLID | NAME | ADDRESS 1 | ADDRESS 2 | ADDRESS 3 | CITY | STATE | ZIP |
|---------|---------------------------------------|--|--------------------|-----------|----------------|-------|------------|
| 4898872 | Amerson Ventures LLC DBA Energy Attic | Ryan Amerson | 811 E Plano Pkwy | Ste 120 | Plano | TX | 75074 |
| 4898946 | Done Rite Flooring | David Tipton | 505 Summit Ave | | Westville | NJ | 08093-1033 |
| 4899619 | Hajoca Corporation | Attn: Tom Bromley And Hajoca Corporation | 2001 Joshua Rd | | Lafayette HI | PA | 19444-2431 |
| 4899620 | Hajoca Corporation | Attn: In House Counsel | 2001 Joshua Rd | | Lafayette HI | PA | 19444-2431 |
| 4898771 | Keresztesi Restoration | Frank Keresztesi | 1377 River Rd | | West Coxsackie | NY | 12192 |
| 4898488 | V And A Flooring Inc | Armond Markarian | 10945 Pendelton St | | Sun Valley | CA | 91352 |